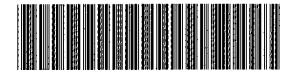
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| (Re | equestor's Name) | | | |
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| Certified Copies | _ Certificates | of Status | | |
| Special Instructions to | Filing Officer: | | | |
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| ON SERVICE COMPANY. | | | | | | |
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| ACCOUNT NO. : 12000000195 | 12000000195 | | | | | |
| REFERENCE : 945750 7600349 | | | | | | |
| AUTHORIZATION : | | | | | | |
| COST LIMIT : \$ 125. For mile Ble nace |) | | | | | |
| ORDER DATE : December 31, 2013 | | | | | | |
| ORDER TIME : 4:26 PM **PLEASE FILE 2ND** | **PLEASE FILE 2ND** CONVERSION FILED IN DOMESTIC | | | | | |
| ORDER NO. : 945750-940 STATE OF OHIO. | IIC | | | | | |
| CUSTOMER NO: 7600349 | | | | | | |
| FOREIGN FILINGS NAME: WENDY'S INTERNATIONAL, LLC | | | | | | |
| XXXX QUALIFICATION (TYPE: <u>LL</u>) | | | | | | |
| PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: | | | | | | |
| CERTIFIED COPY XX PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING | | | | | | |
| CONTACT PERSON: Susie Knight EXT# 52956 | | | | | | |
| EXAMINER: | | | | | | |

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: Wendy's International, LLC (Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C," or "LLC.") (If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C," "LLC.") 3. 31-0785108 2. Ohio (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) Upon qualification (Date first transacted business in Florida, if prior to registration.) (See sections 605.0904 & 605.0905, F.S. to determine penalty liability) One Dave Thomas Blvd. Dublin, OH 43017 (Street Address of Principal Office) One Dave Thomas Blvd. **Dublin, OH 43017** (Mailing Address) 7. The name, title or capacity and address of the person(s) who has/have authority to manage is/are: Emil J. Brolick, One Dave Thomas Blvd., Dublin, OH 43017 - MCA Dana Klein, One Dave Thomas Blvd., Dublin, OH 43017 Todd A. Penegor, One Dave Thomas Blvd., Dublin, OH 43017 - MCC 8. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.) Signature of an authorized person (In accordance with section 605.0203, F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.) Dana Klein, Authorized Person

Typed or printed name of signee

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 605.0113 or 605.0902 (1)(d), FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

| 1. The name | of the Limited Liability (| Company is: | | | |
|--|----------------------------|---|----------------|----------------------------|------------|
| Wendy's Intern | national, LLC | | | | |
| If unavailable | , the alternate to be used | in the state of Florida is: | | | |
| 2. The name | and the Florida street add | lress of the registered agent and office are: | | | |
| Corporation Service Company | | | F | 1 | |
| (Name) | | | ~~" "" | $\mathcal{L}_{\mathbf{I}}$ | |
| | 1201 Hays Street | | | - 44.2 - 77.7 | <i>ني!</i> |
| Florida Street Address (P.O. Box NOT ACCEPTABLE) | | | o n | | |
| | Tallahassee | FL 32301 | | | |
| City/State/Zip | | | _ | | |
| | | • | | | |

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, Florida Statutes.

Corporation Service Company

Sue G. Knight

(Signature)

Assistant Vice President

\$ 100.00
\$ 100.00
\$ 25.00
\$ 25.00
\$ 30.00
\$ 5.00
\$ Certified Copy (optional)
\$ 5.00
Certificate of Status (optional)

UNITED STATES OF AMERICA STATE OF OHIO OFFICE OF THE SECRETARY OF STATE

I, Jon Husted, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show WENDY'S INTERNATIONAL, LLC, an Ohio For Profit Limited Liability Company, Registration Number 391560, was organized within the State of Ohio on December 5, 1969, is currently in FULL FORCE AND EFFECT upon the records of this office.



Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 3rd day of January, A.D. 2014.

Ohio Secretary of State

Validation Number: 201400301007